

## DRAFT MINUTES

FBFC Board of Directors Meeting 6-21-18

Meeting started at 5:37 pm and ended at 8:01 pm.

**Board members present:** Stephanie Swepson-Twitty (President), Bob LeRoy (Treasurer), Josh O’Conner (Secretary), Jennifer Heeder, Pauline Heyne, Kelly Fain, Danielle Goldstein

**Board members absent:** Josh Littlejohn (Vice President), Adam Bowers, Veronica Sotolongo

**Others present:** Bobby Sullivan, General Manager (GM); Clare Schwartz, Outreach Coordinator; Jean Karpen, Board assistant

### Meeting Summary:

- Clarify ballot issues
- Review of annual meeting
- Executive session to discuss real estate – next Board meeting will be a closed session
- Board leadership discussion – decision to have co-presidents, secretary, & treasurer
- Executive session to discuss personnel

### Calendar Dates:

- July 18 – Wednesday, next Customer Appreciation Day
- August 25 – Truckload Sale

**Approve agenda:** Approved with one change – move executive session on personnel to end of meeting.

**Approve minutes of 5-17-18** approved as presented.

**Owner Comments:** none

### Ballot discussion:

- Aim for getting the ballots mailed by June 30. Online voting will be available at [fbfcvote.org](http://fbfcvote.org)
- Candidates will be listed in alphabetical order by last name.
- We need to clarify several issues concerning elections:
  - How candidates, including incumbents, are vetted
  - Policy about individual vs. household ownership and how that impacts voting
  - Protocol for sequencing candidates on the ballot and what kind of information is listed.
- Consider a 10-minute spot at each Board meeting for discussion of nominations/election issues.
- Adam is working on an election protocol calendar.

### Annual Meeting debrief:

- Positives:
  - This was possibly our best meeting ever!
  - New awards were fun, engaging.
  - Vendors – wine & chocolate – well received
  - Great food spread
  - Great space
  - Good turnout – Eventbrite had a lot to do with the turnout. About 75 people responded. Eventbrite provided lots of reminders.
  - Fun vs business – meeting can now be more fun since we have the voting afterward.

- Negatives:
  - Right after work was difficult .
  - No microphone – difficult to hear
  
- Suggestions/ideas for the future:
  - Have a run-through beforehand to make sure we are fully prepared. Prep session beforehand – no last-minute changes.
  - Make it more of a party, then have a business meeting at another time.
  - For a more organized comment period – consider a white board with written suggestions.
  - Make time earlier to plan – start in January. Decide the date much earlier – even in August.
  - Prepare signage well ahead of time.
  - Use a sound system. (Josh O has a sound system.)
  - If candidate videos are used, set a time limit. Have a consistent video format (same background, etc.) Have all candidates answer the same questions (How long have you been a coop owner; why do you want to be a Board member, etc.)
  - Thorough vetting of candidates beforehand
  - Have one table with a board rep - write down any concerns owners want addressed.
  - Coordinate with Co-op café theme for the meeting agenda
  - GM expectation is that staff will be directed by Board. Board does planning.

**Executive session to discuss real estate.** The July Board meeting will be a retreat-style closed session to discuss the expansion project. A small amount of the time may be given to continuing discussion or clarification about the board leadership transitions. Meeting will be 5:00 to 8:00 pm.

**Board leadership transition:** Discussion: election of Board officers

After a comprehensive discussion about defining leadership roles, sharing workloads, and building skills & experience for leadership roles, Stephanie moved that the new Board structure consist of co-presidents (2), secretary, and treasurer to comprise the executive committee. The motion carried. New Board officers will be elected at the August meeting.

Suggestion to assign a mentor to new Board members.

Prior to the August meeting, Board members will conduct an online discussion about officers and who might serve in those positions for the coming year.

**Executive session to discuss personnel.**

**Future agenda items:**

- For August: Elect Board officers. Assign a mentor to new Board members.
- Create policy or bylaws concerning individual vs. household ownership.
- Create a protocol for ballot/candidate issues, including sequencing candidates on the ballot, what information to include, etc.
- Consider re-writing/updating bylaws.
- Executive session to consider adding language of “human resources” to executive limitations

**Next meeting will be a closed session July 19, 2018 at 5:00 pm.**

Jean Karpen, Board Assistant